Before the UNITED STATES COPYRIGHT ROYALTY JUDGES Washington, D.C.

In the Matter of

DETERMINATION OF RATES AND TERMS
FOR BUSINESS ESTABLISHMENT
SERVICES

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ESTABLISHMENTS II

NOTIFICATION OF STATUS OF NEGOTIATIONS

Pursuant to the Order issued by the Copyright Royalty Judges on March 26, 2012, Sirius XM Radio Inc. ("Sirius XM") hereby notifies the Judges that as of the conclusion of the voluntary negotiation period, no settlement has yet been reached. Sirius XM will continue to work with SoundExchange to attempt to reach a settlement, and will inform the Judges immediately should the parties reach agreement.

Respectfully submitted,

Dated: July 2, 2012

R. Bruce Rich (N.Y. Bar No. 1304534)

Weil, Gotshal & Manges LLP

767 5th Ave.

New York, NY 10153

Telephone: (212) 310-8170 Facsimile: (212) 310-8007 r.bruce.rich@weil.com

Counsel for Sirius XM Radio Inc.

CERTIFICATE OF SERVICE

I, Greg Bailey, hereby certify that a copy of the foregoing Notice of Status of Negotiations has been served on this 2nd day of July 2012 on the following persons:

G. Colin Rushing SoundExchange, Inc. 1121 Fourteenth Street, N.W., Suite 700 Washington, D.C. 20005 crushing@soundexchange.com Counsel for SoundExchange, Inc. Paul M. Fakler Arent Fox LLP 1675 Broadway New York, NY 10019-5874 fakler.paul@arent.fox.com Counsel for Music Choice	Gary R. Greenstein Wilson Sonsini Goodrich & Rosati 1700 K. St. NW, Fifth Fl. Washington, DC 20006-3817 ggreenstein@wsgr.com Counsel for Muzak LLC William B. Colitre Music Reports, Inc. 21122 Erwin St. Woodland Hills, CA 91367 bcolitre@musicreports.com Counsel for Music Reports, Inc.
Bruce G. Joseph Wiley Rein LLP 1776 K. St. NW Washington, DC 20006 bjoseph@wileyrein.com Counsel for Clear Channel Broadcasting, Inc.	R. Bruce Rich Weil, Gotshal & Manges LLP 767 5th Ave. New York, NY 10153 r.bruce.rich@weil.com Counsel for DMX, Inc.
Milton E. Olin Altschul & Olin, LLP 16133 Ventura Blvd. Suite 1270 Encino, CA 91436-2408 molin@altolinlaw.com Counsel for Pandora Media, Inc.	

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